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OF COUNSEL
URBAN A. LESTER

December 16, 1997

RECORDATION NO.

FILED

DEC 16 '97

12-20 PM

DEC 16 12 19 PM '97

RECEIVED
SURFACE TRANSPORTATION
BOARD

Wili
Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Release, dated as of October 22, 1997, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Manufacturing Agreement previously filed with the Board under Recordation Number 20774.

The names and addresses of the parties to the enclosed document are:

Manufacturer: National Steel Car Limited
602 Kenilworth Avenue North
Hamilton, Ontario L8N 3J4
Canada

Company: TTX Company
101 North Wacker Drive
Chicago, Illinois 60606

A description of the railroad equipment covered by the enclosed document is set forth on Schedule A attached hereto.

Mr. Vernon A. Williams
December 16, 1997
Page 2

Also enclosed is a check in the amount of \$24.00 payable to the order of the Surface Transportation Board covering the required recordation fees.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/bg
Enclosures

ITX

CONTRACT T-2097N SUPPLEMENT #3
SCHEDULE "A" TO BILL OF SALE, MANUFACTURER'S RELEASE
AND INVOICE #32,369

P.8860/97
DELIVERY OF ARTICULATED FLAT CARS

DATE ACCEPTED	DTTX: SERIES	DTTX: SERIES	DTTX: SERIES	QUANTITY	TODATE	CUMULATIVE TOTAL
01-Oct-97	400032			1	1	20 21
02-Oct-97	400025			1	2	22
03-Oct-97	400029	400033		2	4	24
06-Oct-97	400004 400030	400023	400024	4	8	28
07-Oct-97	400036	400044		2	10	30
08-Oct-97	400031 400048	400042	400045	4	14	34
09-Oct-97	400005 400047	400040 400051	400041 400052	6	20	40
10-Oct-97	400034 400050	400046	400049	4	24	44
13-Oct-97	400054	400055	400057	3	27	47
14-Oct-97	400043	400056		2	29	49
15-Oct-97	400035 400060	400037	400053	4	33	53
16-Oct-97	400058 400065	400062	400064	4	37	57
17-Oct-97	400061 400066	400063	400069	4	41	61
20-Oct-97	400067 400072	400068 400073	400070 400009	6	47	67

MANUFACTURER'S RELEASE

RECORDATION NO. 20774A FILED


DEC 16 '97

12-20 PM

NATIONAL STEEL CAR LIMITED, the manufacturer named in that certain Manufacturing Agreement dated as of June 23, 1997, with TTX Company, which agreement has been filed and recorded with the Interstate Commerce Commission pursuant to Section 11301(a) of Title 49 of the United States Code on July 16, 1997 and assigned recordation number 20774, does hereby acknowledge receipt of all amounts due under said agreement in respect of, and does hereby release all of its right, title and interest in and to, the railroad equipment listed Schedule A hereto.

ATTEST


NATIONAL STEEL CAR LIMITED


George Lock
Vice President - Finance

By: 
John Marinucci
President & Chief Operating Officer

CITY OF HAMILTON)
) SS:
PROVINCE OF ONTARIO)

On this 22nd day of October, 1997, before me personally appeared George Lock, to me personally known, who, by me being duly sworn, says that he is Vice President - Finance of National Steel Car Limited, that the seal affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.


Notary Public
James Anthony Grant, Notary Public,
Regional Municipality of Hamilton-Wentworth,
limited to the attestation of instruments and
the taking of affidavits for National Steel
Car Limited. Expires May 1, 1998.

TTX

CONTRACT T-2097N SUPPLEMENT #3
SCHEDULE "A" TO BILL OF SALE, MANUFACTURER'S RELEASE
AND INVOICE #32,369

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